

EXHIBIT A

Department of State

Division of Corporations

Entity Information

[Return to Results](#)
[Return to Search](#)

Entity Details



ENTITY NAME: ARBITRATION FORUMS, INC.	DOS ID: 684127
FOREIGN LEGAL NAME:	FICTITIOUS NAME:
ENTITY TYPE: DOMESTIC NOT-FOR-PROFIT CORPORATION	DURATION DATE/LATEST DATE OF DISSOLUTION:
SECTION OF LAW: -	ENTITY STATUS: ACTIVE
DATE OF INITIAL DOS FILING: 12/08/1981	REASON FOR STATUS:
EFFECTIVE DATE INITIAL FILING:	INACTIVE DATE:
FOREIGN FORMATION DATE:	STATEMENT STATUS: NOT REQUIRED
COUNTY: NEW YORK	NEXT STATEMENT DUE DATE:
JURISDICTION: NEW YORK, UNITED STATES	NFP CATEGORY: NON-CHARITABLE

[ENTITY DISPLAY](#)
[NAME HISTORY](#)
[FILING HISTORY](#)
[MERGER HISTORY](#)
[ASSUMED NAME HISTORY](#)

Service of Process on the Secretary of State as Agent

The Post Office address to which the Secretary of State shall mail a copy of any process against the corporation served upon the Secretary of State by personal delivery:

Name: THE CORPORATION

Address: ATTN: SHEILA WALTON-MOORE, 3820 NORTHDALE BOULEVARD SUITE 115, TAMPA, FL, UNITED STATES, 33624

Electronic Service of Process on the Secretary of State as agent: Not Permitted

Chief Executive Officer's Name and Address

Name:

Address:

Principal Executive Office Address

Address:

Registered Agent Name and Address

Name:

Address:

Entity Primary Location Name and Address

Name:

Address:

Farmcorpflag

Is The Entity A Farm Corporation: NO**Stock Information****Share Value****Number Of Shares****Value Per Share**

SP 12-81-1483

CERTIFICATE OF INCORPORATION
OF
INSURANCE ARBITRATION FORUMS, INC.
UNDER SECTION 402 OF THE NOT-FOR-PROFIT CORPORATION LAW

WE, THE UNDERSIGNED, all of the age of eighteen years or over, for the purpose of incorporating the Board of Governors of Insurance Arbitration Forums, a not-for-profit association, pursuant to Section 402 of the Not-For-Profit Corporation Law of New York, do hereby certify:

FIRST: The name of the corporation is Insurance Arbitration Forums, Inc., hereinafter referred to as "Forums".

SECOND: Forums is a corporation as defined in section 102(a)(5) of the Not-For-Profit Corporation Law and is a Type A corporation.

THIRD: The purposes for which it is formed are:

A. To provide facilities for the efficient and equitable disposition of property and casualty insurance related disputes or controversies between and amongst property and casualty insurance companies so as to avoid the costs and delays of the civil justice system, and reduce the burden on that system;

B. To provide, at the specific authorization of the Board

of Directors, for the efficient and equitable disposition of property and casualty insurance related disputes between a self-insurer and a property and casualty insurance company, and other property and casualty insurance related disputes, so as also to avoid the costs and delays of the civil justice system, and reduce the burden on that system;

C. To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof;

D. Provided, however, that no part of the income therefrom or the principal thereof, or the net earnings of Forums shall inure to the benefit of any member, director, or officer of Forums or to any private individual except that reasonable compensation may be paid for services rendered to or for Forums affecting one or more of its purposes or as otherwise authorized by law.

E. Forums, in furtherance of the purposes above set forth, shall have all the powers as are now or may hereafter be granted in Section 202 of the Not-For-Profit Corporation Law; subject to any limitation provided in the Not-For-Profit Corporation Law or any other statute of the State of New York. In addition to such powers, Forums shall have the following powers:

1. To make appropriate rules and regulations for the presentation of controversies under Forums' arbitration programs;

2. To select places where arbitration facilities are to be available and provide for the selection and appointment of arbitration committees;

3. To make appropriate rules and regulations for the equitable apportionment of the operating expenses of Forums;

4. To manage and administer all facets of Forums' arbitration facilities;

Provided, however, Forums shall not engage or employ others to engage in lobbying activities before either the various state or federal governmental bodies or their representatives unless, at the specific direction of Forums' Board of Directors, it is necessary in order for Forums to obtain or retain a license to operate in a jurisdiction or to not be subjected to unfair advantage by a law favoring a competitor.

FOURTH: The office of Forums is to be located in the City of New York, County of New York, State of New York.

FIFTH: The territory in which the operations of Forums will principally be conducted is throughout the United States,

the Commonwealth of Puerto Rico and the United States Virgin Islands.

SIXTH: The membership of Forums is as follows:

A. Permanent members:

Alliance of American Insurers

American Insurance Association

National Association of Independent Insurers

B. Initial, non-permanent members:

Class A:

Hanover Insurance Company

Class B:

Government Employees Insurance Company

Great American Insurance Company

Utica Mutual Insurance Company

The Hartford Insurance Group

Class C:

Motors Insurance Company

Inter-Insurance Exchange of the Auto Club of Southern California

Wausau Insurance Companies

The Travelers Insurance Companies

Class D:

United Services Automobile Association

State Farm Mutual Automobile Insurance Company

Prudential Property and Casualty Insurance Company

INA

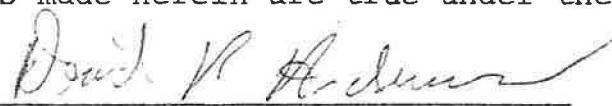
SEVENTH: That prior to delivery to the Department of State for filing, all approvals or consents required by the Not-For-Profit Corporation Law or any other statute will be endorsed upon or annexed to this Certificate of Incorporation.

EIGHTH: With the exception of greater voting requirements in the Certificate of Incorporation or the law, the Certificate of Incorporation may be altered, amended, or repealed by a seventy-five (75%) percent vote of the members or the Board of Directors, provided that personal written notice of the proposed alteration, amendment or repeal has been given to every member or director not less than sixty (60) days in advance of such vote.

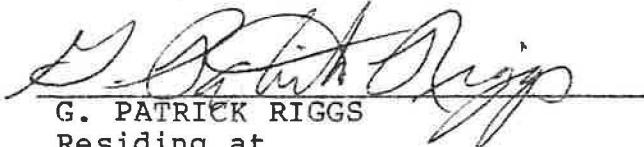
NINTH: The Secretary of State is designated as agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him is 83 Maiden Lane, New York, New York 10038.

6
~~SAC~~

IN WITNESS WHEREOF, we have made and subscribed this
Certificate of Incorporation this 21st day of NOVEMBER 1981
and affirmed that the statements made herein are true under the
penalties of perjury.


DAVID R. ANDERSON

Residing at
1027 Kip Place
Lemont, Illinois 60439


G. PATRICK RIGGS

Residing at
5 Regina Road
Farmingdale, New York 11735


JOHN N. NANGLE

Residing at
2606 Arrowwood Lane
Rolling Meadows, Illinois 60008


WESLEY GISH

Residing at
Route 2, Box 180F
Boerne, Texas 78006

No Objection

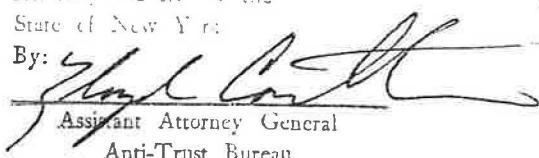
Notice Waived

Dated

December 2, 1981

ROBERT ABRAMS
Attorney General of the
State of New York

By:


Floyd C. Morris
Assistant Attorney General
Anti-Trust Bureau

STATE OF Illinois)
COUNTY OF Cook) ss.:
)

DAVID R. ANDERSON, being duly sworn deposes and says:

I am one of the subscribers of the foregoing
Certificate of Incorporation of INSURANCE ARBITRATION FORUMS,
INC. The Certificate of Incorporation is the incorporation of
an existing unincorporated association, namely Board of
Governors Insurance Arbitration Forums. The subscribers of such
Certificate of Incorporation constitute a majority of the mem-
bers of the committee duly authorized to incorporate the
association.

David R. Anderson
DAVID R. ANDERSON

Sworn to on the
20th day of November 1981.

Sherrie S. Maronna

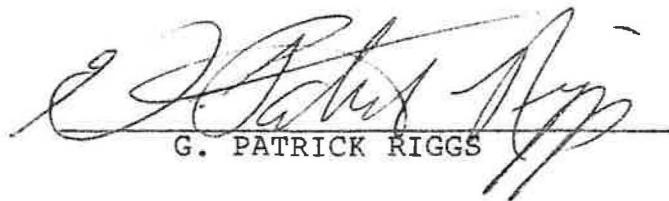
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXPIRES JULY 3 1984
ISSUED THRU ILLINOIS NOTARY ASSOC

8

STATE OF *New York*)
) ss.:
COUNTY OF *New York*)

G. PATRICK RIGGS, being duly sworn deposes and says:

I am one of the subscribers of the foregoing
Certificate of Incorporation of INSURANCE ARBITRATION FORUMS,
INC. The Certificate of Incorporation is the incorporation of
an existing unincorporated association, namely Board of
Governors Insurance Arbitration Forums. The subscribers of such
Certificate of Incorporation constitute a majority of the mem-
bers of the committee duly authorized to incorporate the
association.



G. PATRICK RIGGS

Sworn to on the
25th day of November, 1981.

A. JAMES BRODSKY
NOTARY PUBLIC, State of New York
No. 31-5460810
Qualified in New York County
Commission Expires March 30, 1982

STATE OF ILLINOIS)
)
COUNTY OF COOK)

JOHN N. NANGLE, being duly sworn deposes and says:

I am one of the subscribers of the foregoing
Certificate of Incorporation of INSURANCE ARBITRATION FORUMS,
INC. The Certificate of Incorporation is the incorporation of
an existing unincorporated association, namely Board of
Governors Insurance Arbitration Forums. The subscribers of such
Certificate of Incorporation constitute a majority of the mem-
bers of the committee duly authorized to incorporate the
association.


JOHN N. NANGLE

Sworn to on the
30th day of November 1981.



My Commission Expires July 10, 1984

10

STATE OF TEXAS)
)
COUNTY OF BEXAR)

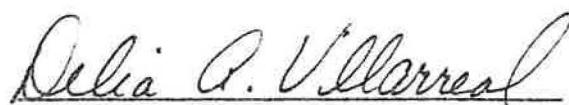
WESLEY GISH, being duly sworn deposes and says:

I am one of the subscribers of the foregoing
Certificate of Incorporation of INSURANCE ARBITRATION FORUMS,
INC. The Certificate of Incorporation is the incorporation of
an existing unincorporated association, namely Board of
Governors Insurance Arbitration Forums. The subscribers of such
Certificate of Incorporation constitute a majority of the mem-
bers of the committee duly authorized to incorporate the
association.



WESLEY GISH

Sworn to on the
23 day of November, 1981.



My Commission Expires November 20, 1984